Image# 12972558686 PAGE 1 / 11

FEC FORM 5

REPORT OF INDEPENDENT EXPENDITURES MADE AND CONTRIBUTIONS RECEIVED To Pa Used by Parsons (Other than Political Committees) including Qualified Napprefit Corporations

1. (a) Name of Individual Organization or Corporation AMERICANS FOR PROSPERITY (b) Address (number and street) check if different than previously reported 2111 WILSON BLVD. SUITE 350 (c) City, State and ZIP Code 3. FEC Identification Number ARLINGTON VA 22201 2. Corporate filers only Is the filer a qualified nonprofit corporation? Yes No No Individual filers only Name of Employer Occupation 4. TYPE OF REPORT (check appropriate boxes): (a) April 15 Quarterly Report July 15 Quarterly Report July 15 Quarterly Report July 15 Quarterly Report January 31 Year-End Report 48-Hour Report 48-Hour Report 30000720, 32 THROUGH S. COVERING PERIOD: FROM O7 01 2012 THROUGH O8 300 2012 O7 TOTAL INDEPENDENT EXPENDITURES 30000720, 32 O7 O7 O7 O7 O7 O7 O7 O	to be used by Persons (Uther than Political Committees) in	cluding Qualified Nonprofit	Corporations
(b) Address (number and street) check if different than previously reported	•		
2111 WILSON BLVD. SUITE 350 (c) City, State and ZIP Code ARLINGTON VA 22201 2. Corporate filers only Is the filer a qualified nonprofit corporation? Yes No Individual filers only Name of Employer Cocupation 4. TYPE OF REPORT (check appropriate boxes): (a) April 15 Quarterly Report July 15 Quarterly Report July 15 Quarterly Report January 31 Year-End Report b) Is this Report an amendment? Yes No 5. COVERING PERIOD: FROM 07 01 2012 THROUGH 6. TOTAL CONTRIBUTIONS 7. TOTAL INDEPENDENT EXPENDITURES 30800720.32 Under parally of perjuly 1 certify that the independent appenditures reported herein were not made in cooperation, consultation, or consert with, or at the request or suggestion of, any quantidation or authorized committee or agent of either, or any political party committee or its agent. In addition, if the independent expenditures reported herein were made by a corporation] I certify that the corporation is a qualified nonprofit corporation under the Commission's regulations. TYPE OR PRINT NAME OF PERSON COMPLETING FORM SIGNATURE DATE Tracy Henke	AMERICANS FOR PROSPERITY		
ARLINGTON VA 22201 2. Corporate filers only Is the filer a qualified nonprofit corporation? Ves No Individual filers only Name of Employer Occupation 4. TYPE OF REPORT (check appropriate boxes): (a) April 15 Quarterly Report July 15 Quarterly Report July 15 Quarterly Report January 31 Year-End Report 48-Hour Report 5. COVERING PERIOD: FROM 77 O1 2012 THROUGH 99 30 2012 6. TOTAL CONTRIBUTIONS		ously reported	
Lettroically Filed	(c) City, State and ZIP Code		3. FEC Identification Number
Is the filer a qualified nonprofit corporation? Yes No Individual filers only Name of Employer Occupation 4. TYPE OF REPORT (check appropriate boxes): (a) April 15 Quarterly Report July 15 Quarterly Report July 15 Quarterly Report January 31 Year-End Report 48-Hour Report 5. COVERING PERIOD: FROM 77 01 2012 THROUGH 99 30 2012 6. TOTAL CONTRIBUTIONS	ARLINGTON	VA 22201	
4. TYPE OF REPORT (check appropriate boxes): (a) April 15 Quarterly Report July 15 Quarterly Report A October 15 Quarterly Report January 31 Year-End Report b) Is this Report an amendment? Yes No X 5. COVERING PERIOD: FROM 07 01 2012 THROUGH 09 30 2012 On TOTAL INDEPENDENT EXPENDITURES On Total independent expenditures reported herein were not made in cooperation, consultation, or concert with, or at the request or suggestion of, any candidate or authorized committee or agent of either, or any political party committee or its agent. In addition, (if the independent expenditures reported herein were made by a corporation) I certify that the corporation is a qualified nonprofit corporation under the Commission's regulations. Type OR PRINT NAME OF PERSON COMPLETING FORM SIGNATURE [Electronically Filed] Tracy Henke	_ · ·	on? Yes X No	C C90013285
(a) April 15 Quarterly Report July 15 Quarterly Report A Cotober 15 Quarterly Report January 31 Year-End Report b) Is this Report an amendment? Yes No 5. COVERING PERIOD: FROM 7. TOTAL INDEPENDENT EXPENDITURES Under penalty of perjury I certify that the independent expenditures reported herein were not made in cooperation, consultation, or concert with, or at the request or suggestion of, any candidate or authorized committee or agent of either, or any political party committee or its agent. In addition, (if the independent expenditures reported herein were made by a corporation) I certify that the corporation is a qualified nonprofit corporation were made by a corporation) I certify that the corporation is a qualified nonprofit corporation were made by a corporation) I certify that the corporation is a qualified nonprofit corporation were made by a corporation) I certify that the corporation is a qualified nonprofit corporation were made by a corporation. If the independent expenditures reported herein were made by a corporation) I certify that the corporation is a qualified nonprofit corporation were made by a corporation. If the independent expenditures reported herein were made by a corporation of complete in the commission's regulations. Type OR PRINT NAME OF PERSON COMPLETING FORM SIGNATURE [Electronically Filed] DATE	Individual filers only Name of Employer		Occupation
24-Hour Report 24-Hour Report	(a) April 15 Quarterly Report		
b) Is this Report an amendment? Yes No S 5. COVERING PERIOD: FROM 07 01 2012 THROUGH 09 30 2012 6. TOTAL CONTRIBUTIONS		24-Hour Report	
5. COVERING PERIOD: FROM O7 O1 Z012 THROUGH O9 30 Z012 6. TOTAL CONTRIBUTIONS O0 7. TOTAL INDEPENDENT EXPENDITURES Under penalty of perjury I certify that the independent expenditures reported herein were not made in cooperation, consultation, or concert with, or at the request or suggestion of, any candidate or authorized committee or agent of either, or any political party committee or its agent. In addition, (if the independent expenditures repherein were made by a corporation) I certify that the corporation is a qualified nonprofit corporation under the Commission's regulations. TYPE OR PRINT NAME OF PERSON COMPLETING FORM SIGNATURE [Electronically Filed] Tracy Henke	☐ January 31 Year-End Report	48-Hour Report	
7. TOTAL INDEPENDENT EXPENDITURES	5. COVERING PERIOD: FROM 07 THROUGH	2012 1	
Under penalty of perjury I certify that the independent expenditures reported herein were not made in cooperation, consultation, or concert with, or at the request or suggestion of, any candidate or authorized committee or agent of either, or any political party committee or its agent. In addition, (if the independent expenditures repherein were made by a corporation) I certify that the corporation is a qualified nonprofit corporation under the Commission's regulations. TYPE OR PRINT NAME OF PERSON COMPLETING FORM SIGNATURE [Electronically Filed] Tracy Henke	6. TOTAL CONTRIBUTIONS		.00
suggestion of, any candidate or authorized committee or agent of either, or any political party committee or its agent. In addition, (if the independent expenditures replaced by a corporation) I certify that the corporation is a qualified nonprofit corporation under the Commission's regulations. TYPE OR PRINT NAME OF PERSON COMPLETING FORM SIGNATURE [Electronically Filed] Tracy Henke	7. TOTAL INDEPENDENT EXPENDITURES		30800720.32
[Electronically Filed] Tracy Henke	suggestion of, any candidate or authorized committee or agent of either, or any pol	litical party committee or its agent. In	addition, (if the independent expenditures reported
Liacy Henke	TYPE OR PRINT NAME OF PERSON COMPLETING FORM		
	Tracy Henke	Tracy Henke	10/15/2012
NOTE: Submission of false, erroneous or incomplete information may subject the person signing this report to the penalties of 2 U.S.C. §437g.	NOTE: Submission of false, erroneous or incomplete information ma	ay subject the person signing this repo	

For further information, contact:

Federal Election Commission, 999 E Street, N.W., Washington, D.C. 20463 Toll Free 800-424-9530, Local 202-694-1100

FEC Schedule 5 (REV. 09/2005) 5PG021

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NAME OF FILER (In Full) AMERICANS FOR PROSPERITY	
Full Name (Last, First, Middle Initial) of Payee	Date
Richard Sales Media	08 08 2012
Mailing Address 9010 S. 10th St.	Amount
City State Zip Code	, tillouin
Phoenix AZ 85042	9000.00 Transaction ID : F57.000001
Purpose of Expenditure Advertising-TV production ("Tick Tock") Category/ Type 004	Office Sought: House State:
Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama	Senate District: President Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought	Disbursement For: Primary General 2012 Other (specify) Convention
Full Name (Last, First, Middle Initial) of Payee	Date
Mentzer Media	M - M / D - D / Y - Y - Y
Mailing Address 600 Fairmount Ave	08 08 2012
Suite 306	Amount
City State Zip Code	6633440.12
Towson MD 21286	Transaction ID : F57.000002
Purpose of Expenditure Advertising-TV placement ("Tick Tock") Category/ Type 004	Office Sought: House State:
Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama	President District: Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought	Disbursement For: Primary General 2012 Convention
Full Name (Last, First, Middle Initial) of Payee	Date
McCarthy Hennings Media, Inc.	08 / D D / Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y
Mailing Address 1850 M Street, NW	
Suite 235	Amount
City State Zip Code	32895.79
Washington DC 20036	Transaction ID: F57.000003
Purpose of Expenditure Advertising-TV production ("Voted For") Category/ Type 004	Office Sought: House State:
Name of Federal Candidate Supported or Opposed by Expenditure:	President District:
Barack Obama	Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought 6675335.91	Disbursement For: Primary General 2012 Other (specify) Convention
(a) SUBTOTAL of Itemized Independent Expenditures	6675335,91
(b) SUBTOTAL of Unitemized Independent Expenditures	•
(c) TOTAL Independent Expenditures	•

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AME OF FILER (In AMERICANS FOR P	,						
Full Name (Last, Mentzer Media	First, Middle Initial) of Pa	yee			Date	/ D = D /	Y Y Y Y Y
Mailing Address	600 Fairmount Ave				08	15	2012
0::	Suite 306	0	7: 0 !		Amount		
City Towson		State MD	Zip Code 21286		Transact	ion ID : F57.0000	919863.84 004
Purpose of Expen Advertising-TV pla	diture acement ("Voted For")		Category/ Type	004	Office Sought:	House Senate	State:
Name of Federal Barack Obama	Candidate Supported or	Opposed by Expendi	ture:		Check One:	President Support	X Oppose
Calendar Yea	ar-To-Date Per Election for Office Sought		759519	9.75	Disbursement Fo	or: Primary 2 (specify) Con	General
Full Name (Last,	First, Middle Initial) of Pa	yee		'	Date		
McCarthy Henning	gs Media, Inc.				M - M 08	/ D D /	2012
Mailing Address	1850 M Street, NW Suite 235				Amount		
City		State	Zip Code				18934.87
Washington		DC	20036		Transact	ion ID : F57.0000	
Purpose of Expen Advertising-TV pr	nditure oduction ("Still Believe")		Category/ Type	004	Office Sought:	House Senate	State:
Name of Federal Barack Obama	Candidate Supported or	Opposed by Expendi	ture:		Check One:	X President Support	X Oppose
Calendar Yea	r-To-Date Per Election for Office Sought		761413	4.62	Disbursement For 2012 Other	2 <u> </u>	General vention
Full Name (Last,	First, Middle Initial) of Pa	yee			Date		
Mentzer Media					08	/ D D /	2012
Mailing Address	600 Fairmount Ave						
	Suite 306				Amount		
City		State	Zip Code			(A) 1 (A)	6503103.72
Towson		MD	21286			ion ID : F57.000	006
Purpose of Expen Advertising-TV pla	diture acement ("Still Believe")		Category/ Type	004	Office Sought:	House Senate	State:
Name of Federal Barack Obama	Candidate Supported or	Opposed by Expendi	ture:		Check One:	X President Support	X Oppose
Calendar Yea	r-To-Date Per Election for Office Sought		1411723	38.34	Disbursement Fe 201:	or: Primary	General
(a) SUBTOTAL of	Itemized Independent Ex	penditures			•	7	7441902.43
(b) SUBTOTAL of	Unitemized Independent	Expenditures			·	7	
	ndent Expenditures otal from last page forward				·	7 1 1 7	

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IAME OF FILER (In Full) AMERICANS FOR PROSPERITY			
Full Name (Last, First, Middle Initial) of Pay Angler, LLC	ee		Date
Mailing Address P.O. Box 71686			08 16 2012
Cit	Chaha	Zin Onda	Amount
City Phoenix	State AZ	Zip Code 85050	1240.00 Transaction ID : F57.000007
Purpose of Expenditure Internet Website Development and Hosting ("whereisthechange.org") Name of Federal Candidate Supported or O	Opposed by Expend	Category/ Type 004	Office Sought: House State: Senate District: President
Barack Obama	ppooda by Expond		Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		14118478.34	Disbursement For: Primary General 2012 Other (specify) Convention
Full Name (Last, First, Middle Initial) of Pay	ee		Date
Tommy Downs Mailing Address O4444 Wilson Blud			08 20 Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y
2111 Wilson Blvd. Suite 350			Amount
City	State	Zip Code	
Arlington	VA	22201	315.26 Transaction ID : F57.00008
Purpose of Expenditure Advertising - allocable salary and benefits for production of web ad ("Voted For")		Category/ Type 004	Office Sought: House State: Senate District:
Name of Federal Candidate Supported or C Barack Obama	pposed by Expend	liture:	Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		14118793.60	Disbursement For: Primary General 2012 Other (specify) Convention
Full Name (Last, First, Middle Initial) of Pay	ee		Date
Target Enterprises			08 21 2012
Mailing Address 15260 Ventura Blvd. Suite 1240			Amount
City	State	Zip Code	
Sherman Oaks	CA	91403	50500.00 Transaction ID : F57.000009
Purpose of Expenditure Advertising - placement of web ad ("Voted Fo	or")	Category/ Type 004	Office Sought: House State:
Name of Federal Candidate Supported or C)pposed by Expend	liture:	District:
Barack Obama	ppoodd by Expond		Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		14169293.60	Disbursement For: Primary General 2012 Other (specify) Convention
(a) SUBTOTAL of Itemized Independent Exp	enditures		52055,26
(b) SUBTOTAL of Unitemized Independent E	Expenditures		
(c) TOTAL Independent Expenditures(carry total from last page forward			····· >

PAGE	5	OF	11
FOR LIN	VF 7 (OF FO	RM 5

NAME OF FILER (In Full) AMERICANS FOR PROSPERITY Full Name (Last, First, Middle Initial) of Payee Date **AOL Advertising** 2012 Mailing Address 770 Broadway Amount 6th Floor Zip Code City State 241500.00 New York NY 10003 Transaction ID: F57.000010 Purpose of Expenditure Office Sought: Category/ House State: 004 Advertising - placement of web ad ("Voted For") Type Senate District: . President Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama X Oppose Check One: Support Disbursement For: Primary General Calendar Year-To-Date Per Election 2012 Other (specify) 14410793.60 for Office Sought Convention Full Name (Last, First, Middle Initial) of Payee Date Adtegrity.com 2012 08 21 Mailing Address 38 Commerce Ave., SW Amount Suite 200 City State Zip Code 136111.11 49503 MI **Grand Rapids** Transaction ID: F57.000011 Purpose of Expenditure Office Sought: House Category/ State: 004 Advertising - placement of web ad ("Voted For") Type Senate District: President Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama X Oppose Check One: Support Disbursement For: Primary General Calendar Year-To-Date Per Election 14546904.71 2012 for Office Sought Other (specify) Convention Full Name (Last, First, Middle Initial) of Payee Date Google 2012 80 Mailing Address 1600 Amphitheatre Parkway Amount City State Zip Code 190000.00 CA 94043 Mountain View Transaction ID: F57.000012 Purpose of Expenditure Office Sought: House Category/ State: 004 Advertising - placement of web ad ("Voted For") Type Senate District: X President Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama X Oppose Check One: Support Disbursement For: 2012 Primary General Calendar Year-To-Date Per Election 14736904.71 for Office Sought Other (specify) Convention (a) SUBTOTAL of Itemized Independent Expenditures..... 567611.11 (b) SUBTOTAL of Unitemized Independent Expenditures..... (c) TOTAL Independent Expenditures..... (carry total from last page forward to Line 7)

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AME OF FILER (In Full) AMERICANS FOR PROSPERITY			
Full Name (Last, First, Middle Initial) of Pa Mentzer Media	yee		Date
Mailing Address 600 Fairmount Avenue			08 22 2012
Suite 306			Amount
City	State	Zip Code	1900431.86
Towson	MD	21286	Transaction ID : F57.000013
Purpose of Expenditure Advertising-TV placement ("Still Believe")		Category/ Type 004	Office Sought: House State: Senate District:
Name of Federal Candidate Supported or Barack Obama	Opposed by Expend	diture:	Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		16637336.57	Disbursement For: Primary General 2012 Other (specify) Convention
Full Name (Last, First, Middle Initial) of Pa	yee		Date
McCarthy Hennings Media, Inc. Mailing Address 4050 M Street NW			08
1850 M Street, NW Suite 235			Amount
City	State	Zip Code	27205.04
Washington	DC	20036	27385.81 Transaction ID : F57.000014
Purpose of Expenditure Advertising-TV production ("New Ideas")		Category/ Type 004	Office Sought: House State:
Name of Federal Candidate Supported or Barack Obama	Opposed by Expend	diture:	President District: Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		16664722.38	Disbursement For: Primary General 2012 Convention
Full Name (Last, First, Middle Initial) of Pa	yee		Date
Mentzer Media			08 / DD / YTYTY 20 2012
Mailing Address 600 Fairmount Ave			
Suite 306	0		Amount
City Towson	State MD	Zip Code 21286	3520081.14
Purpose of Expenditure	IVID		Transaction ID : F57.000015
Advertising-TV placement ("New Ideas")		Category/ Type 004	Office Sought: House State: Senate District:
Name of Federal Candidate Supported or Barack Obama	Opposed by Expend	diture:	Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		20184803.52	Disbursement For: Primary General 2012 Other (specify) Convention
(a) SUBTOTAL of Itemized Independent Ex	penditures		5447898.81
(b) SUBTOTAL of Unitemized Independent	Expenditures		
(c) TOTAL Independent Expenditures (carry total from last page forward			····· >

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AME OF FILER (In Full) AMERICANS FOR PROSPERITY			
Full Name (Last, First, Middle Initial) of Paye	e		Date
Pandora Media, Inc.			M M / D D / Y Y Y Y Y
Mailing Address 25601 Network Place			08 24 2012
			Amount
City	State	Zip Code	59095.00
Chicago	IL	60673	Transaction ID : F57.000016
Purpose of Expenditure Advertising-Internet radio placement ("Voted F	For")	Category/ Type 004	Office Sought: House State:
Name of Federal Candidate Supported or Op Barack Obama	posed by Expend	I iture:	Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		20243898.52	Disbursement For: Primary General 2012 Other (specify) Convention
Full Name (Last, First, Middle Initial) of Paye	e		Date
AOL Advertising, Inc.			08 27 2012
Mailing Address 770 Broadway			
6th Floor			Amount
City	State	Zip Code	241500.00
New York	NY	10003	Transaction ID: F57.000017
Purpose of Expenditure Advertising-placement of web ads ("New Idea	s" & "Tick Tock")	Category/ Type 004	Office Sought: House State: Senate
Name of Federal Candidate Supported or Op Barack Obama	posed by Expend	iture:	President District: Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		20485398.52	Disbursement For: Primary General 2012 Convention
Full Name (Last, First, Middle Initial) of Paye	e		Date
Pandora Media, Inc.			08 / D D / Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y
Mailing Address 25601 Network Place			Amount
City	State	Zip Code	186060.00
Chicago	IL	60673	Transaction ID : F57.000018
Purpose of Expenditure Advertising-placement of web radio ad ("Char	nge")	Category/ Type 004	Office Sought: House State:
Name of Federal Candidate Supported or Op	posed by Expend	iture:	District:
Barack Obama			Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		20671458.52	Disbursement For: Primary General 2012 Other (specify) Convention
(a) SUBTOTAL of Itemized Independent Expe	enditures		486655,00
(b) SUBTOTAL of Unitemized Independent Ex	xpenditures		······ >
(c) TOTAL Independent Expenditures(carry total from last page forward to			······· >

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AME OF FILER (In Full) AMERICANS FOR PROSPERITY					
Full Name (Last, First, Middle Initial) of Pay				L Parti	
Adtegrity.com Inc.	66			Date	YY
Mailing Address 38 Commerce Ave., SW				08 27 20	12
Suite 200				Amount	
City	State	Zip Code		136111	11
Grand Rapids	MI	49503		Transaction ID : F57.000019	
Purpose of Expenditure Advertising-placement of web ads ("New Idea	as" & "Tick Tock")	Category/ Type	004	Office Sought: House State: Senate District:	
Name of Federal Candidate Supported or C Barack Obama	pposed by Expendi	iture:		President Check One: Support Op	
Calendar Year-To-Date Per Election for Office Sought		2080756	69.63	Disbursement For: Primary Ge 2012 Other (specify) Convention	neral
Full Name (Last, First, Middle Initial) of Pay	ee			Date	
Target Enterprises, LLC				08 28 201	
Mailing Address 15260 Ventura Blvd.				06 26 201	2
Suite 1240				Amount	
City	State	Zip Code		50500	.00
Sherman Oaks	CA	91403		Transaction ID : F57.000020	
Purpose of Expenditure Advertising-placement of web ads ("New Ide	as" & "Tick Tock")	Category/ Type	004	Office Sought: House State: Senate District:	
Name of Federal Candidate Supported or C Barack Obama	opposed by Expend	iture:		Check One: Support Op	pose
Calendar Year-To-Date Per Election for Office Sought		2085806	9.63	Disbursement For: Primary Ge 2012 Convention	neral
Full Name (Last, First, Middle Initial) of Pay	ee		<u>'</u>	Date	
Google Inc. Mailing Address 4000 Applithed to Pede				08 / 28 / 20	
1600 Amphitheatre Parkw	ay			Amount	
City	State	Zip Code		190000	0.00
Mountain View	CA	94043		Transaction ID : F57.000021	
Purpose of Expenditure Advertising-placement of web ads ("New Ide	as" & "Tick Tock")	Category/ Type	004	Office Sought: House State: Senate District:	
Name of Federal Candidate Supported or C Barack Obama	pposed by Expending	iture:		President Check One: Support Op	
Calendar Year-To-Date Per Election for Office Sought		210480	69.63	Disbursement For: Primary Ge 2012 Other (specify) Convention	neral
(a) SUBTOTAL of Itemized Independent Exp	enditures			376611.	11
(b) SUBTOTAL of Unitemized Independent E	Expenditures			•	
(c) TOTAL Independent Expenditures				>	

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AME OF FILER (In Full) AMERICANS FOR PROSPERITY				
Full Name (Last, First, Middle Initial) of Pay Mentzer Media	ee			Date
Mailing Address 600 Fairmount Ave				08 28 2012
Suite 306				Amount
City	State MD	Zip Code 21286		1701373.16
Purpose of Expenditure Advertising-TV placement ("New Ideas")	····	Category/ Type	004	Office Sought: House State:
Name of Federal Candidate Supported or O Barack Obama	pposed by Expend			Senate District: President Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		2274944	2.79	Disbursement For: Primary General 2012 Other (specify) Convention
Full Name (Last, First, Middle Initial) of Pay	ee			Date
Tommy Downs Mailing Address 2444 Wiless Plud				08 30 2012
2111 Wilson Blvd. Suite 350				Amount
City	State	Zip Code		20.05
Arlington	VA	22201		63.05 Transaction ID : F57.000023
Purpose of Expenditure Advertising - allocable salary and benefits for production of web ad ("New Ideas" et al.)		Category/ Type	004	Office Sought: House State: Senate District:
Name of Federal Candidate Supported or O Barack Obama	pposed by Expend	aiture:		Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		2274950	5.84	Disbursement For: Primary General 2012 Other (specify) Convention
Full Name (Last, First, Middle Initial) of Pay	ee			Date
Google Inc.				08 / 30 / Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y
Mailing Address 1600 Amphitheatre Parkw	ay			Amount
City	State	Zip Code		
Mountain View	CA	94043		400000.00 Transaction ID : F57.000024
Purpose of Expenditure Advertising - placement of web ad ("New Ide	as" et al.)	Category/ Type	004	Office Sought: House State:
Name of Federal Candidate Supported or C	pposed by Expend	diture:		President District:
Barack Obama				Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		2314950	5.84	Disbursement For: Primary General 2012 Convention
(a) SUBTOTAL of Itemized Independent Exp	enditures) 2101436,21
(b) SUBTOTAL of Unitemized Independent E	xpenditures			•
(c) TOTAL Independent Expenditures(carry total from last page forward				•

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AME OF FILER (In Full) AMERICANS FOR PROSPERITY			
Full Name (Last, First, Middle Initial) of Pag	yee		Date
McCarthy Hennings Media, Inc.			M = M / D = D / Y = Y = Y
Mailing Address 1850 M Street, NW			08 31 2012
Suite 235			Amount
City	State	Zip Code	39025.38
Washington	DC	20036	Transaction ID : F57.000025
Purpose of Expenditure Advertising-TV production ("So Many Things	s")	Category/ Type 004	Office Sought: House State: Senate District:
Name of Federal Candidate Supported or (Barack Obama	Opposed by Expend	liture:	Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		23188531.22	Disbursement For: Primary General 2012 Other (specify) Convention
Full Name (Last, First, Middle Initial) of Page	yee		Date
Mentzer Media Mailing Address 600 Fairmount Ava			08 31 2012
600 Fairmount Ave Suite 306			Amount
City	State	Zip Code	in in its
Towson	MD	21286	1634652.64 Transaction ID : F57.000026
Purpose of Expenditure		Category/ 004	Office Sought: House State:
Advertising-TV placement ("So Many Things	3")	Type 004	Senate District:
Name of Federal Candidate Supported or G Barack Obama	Opposed by Expend	liture:	Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		24823183.86	Disbursement For: Primary General 2012 Other (specify) Convention
Full Name (Last, First, Middle Initial) of Pag	yee		Date
McCarthy Hennings Media, Inc.			09
Mailing Address 1850 M Street, NW			
Suite 235		7: 0 1	Amount
City	State	Zip Code	44280.01
Washington	DC	20036	Transaction ID : F57.000027
Purpose of Expenditure Advertising-TV production ("Replace")		Category/ Type 004	Office Sought: House State: Senate District:
Name of Federal Candidate Supported or (Opposed by Expend	diture:	X President
Barack Obama			Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought	1 1 1	24867463.87	Disbursement For: Primary General Other (specify) Convention
(a) SUBTOTAL of Itemized Independent Ex	penditures		> 1717958.03
(b) SUBTOTAL of Unitemized Independent	Expenditures		
(c) TOTAL Independent Expenditures (carry total from last page forward			

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AME OF FILER (In Full) AMERICANS FOR PROSPERITY				
Full Name (Last, First, Middle Initial) of Pay Mentzer Media	ee			Date / D D / Y Y Y Y Y
Mailing Address 600 Fairmount Ave				09 04 2012
Suite 306				Amount
City Towson	State MD	Zip Code 21286		5718406.28 Transaction ID : F57.000028
Purpose of Expenditure Advertising-TV placement ("Replace")		Category/ Type	004	Office Sought: House State:
Name of Federal Candidate Supported or C Barack Obama	pposed by Expend	liture:		Check One: District: President
Calendar Year-To-Date Per Election for Office Sought		3058587	0.15	Disbursement For: Primary General 2012 Other (specify) Convention
Full Name (Last, First, Middle Initial) of Pay	ee			Date
Google Inc. Mailing Address 1600 Amphitheatre Parkw				09 / 05 / 2012
Tood / Amphilitedate T dikwi	<i>_</i> y			Amount
City	State	Zip Code		20000000
Mountain View	CA	94043		200000.00 Transaction ID : F57.000029
Purpose of Expenditure Advertising-placement of web ads ("So Many "Replace")	/ Things" &	Category/ Type	004	Office Sought: House State: Senate
Name of Federal Candidate Supported or C Barack Obama	pposed by Expend	liture:		Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		3078587	0.15	Disbursement For: Primary General 2012 Other (specify)
Full Name (Last, First, Middle Initial) of Pay	ee			Date
Pandora Media, Inc.				09 / D D / Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y
Mailing Address 25601 Network Place				Amount
City	State	Zip Code		14850.17
Chicago	IL	60673		Transaction ID : F57.000030
Purpose of Expenditure Advertising-placement of Internet radio ads ("Change")	Category/ Type	004	Office Sought: House State:
Name of Federal Candidate Supported or C	pposed by Expend	liture:		President District:
Barack Obama				Check One: Support Oppose
Calendar Year-To-Date Per Election for Office Sought		3080072	20.32	Disbursement For: Primary General Other (specify)
(a) SUBTOTAL of Itemized Independent Exp	enditures			5933256.45
(b) SUBTOTAL of Unitemized Independent E	Expenditures			•
(c) TOTAL Independent Expenditures				30800720.32